

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

FRANCHISE GROUP, INC., *et al.*,<sup>1</sup>  
Debtors.

Chapter 11

Case No. 24-12480 (LSS)

(Jointly Administered)

**Related D.I. 1744, 1745, 1746, 1747**

**CERTIFICATE OF SERVICE**

I, Michael D. DeBaecke, hereby certify that on July 21, 2025, I caused copies of the following:

1. *Fourth Combined Monthly Fee Statement of Ashby & Geddes, P.A., Delaware Special Counsel on Behalf of and at the Sole Direction of the Independent Director Michael J. Wartell, for Compensation for Professional Services Rendered and Reimbursement of Expenses Incurred During the Period April 1, 2025 through and Including May 31, 2025 [D.I. 1744];*
2. *Second Interim and Final Fee Application of Akin Gump Strauss Hauer & Feld, LLP as Special Co-Counsel on Behalf of and at the Sole Direction of the Independent Director, Michael J. Wartell, for the Period from December 9, 2024 through and Including June 2, 2025 [D.I. 1745];*
3. *Final Fee Application of Chilmark Partners, LLC for Allowance and Payment of Compensation and Reimbursement of Expenses for the Period of February 26, 2025 through and including June 2, 2025 [D.I. 1746]; and*

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of their U.S. federal tax identification numbers, to the extent applicable, are Franchise Group, Inc. (1876), Freedom VCM Holdings, LLC (1225), Freedom VCM Interco Holdings, Inc. (2436), Freedom Receivables II, LLC (4066), Freedom VCM Receivables, Inc. (0028), Freedom VCM Interco, Inc. (3661), Freedom VCM, Inc. (3091), Franchise Group New Holdco, LLC (0444), American Freight FFO, LLC (5743), Franchise Group Acquisition TM, LLC (3068), Franchise Group Intermediate Holdco, LLC (1587), Franchise Group Intermediate L, LLC (9486), Franchise Group Newco Intermediate AF, LLC (8288), American Freight Group, LLC (2066), American Freight Holdings, LLC (8271), American Freight, LLC (5940), American Freight Management Company, LLC (1215), Franchise Group Intermediate S, LLC (5408), Franchise Group Newco S, LLC (1814), American Freight Franchising, LLC (1353), Home & Appliance Outlet, LLC (n/a), American Freight Outlet Stores, LLC (9573), American Freight Franchisor, LLC (2123), Franchise Group Intermediate B, LLC (7836), Buddy's Newco, LLC (5404), Buddy's Franchising and Licensing LLC (9968), Franchise Group Intermediate V, LLC (5958), Franchise Group Newco V, LLC (9746), Franchise Group Intermediate BHF, LLC (8260); Franchise Group Newco BHF, LLC (4123); Valor Acquisition, LLC (3490), Vitamin Shoppe Industries LLC (3785), Vitamin Shoppe Global, LLC (1168), Vitamin Shoppe Mariner, LLC (6298), Vitamin Shoppe Procurement Services, LLC (8021), Vitamin Shoppe Franchising, LLC (8271), Vitamin Shoppe Florida, LLC (6590), Betancourt Sports Nutrition, LLC (0470), Franchise Group Intermediate PSP, LLC (5965), Franchise Group Newco PSP, LLC (2323), PSP Midco, LLC (6507), Pet Supplies "Plus", LLC (5852), PSP Group, LLC (5944), PSP Service Newco, LLC (6414), WNW Franchising, LLC (9398), WNW Stores, LLC (n/a), PSP Stores, LLC (9049), PSP Franchising, LLC (4978), PSP Subco, LLC (6489), PSP Distribution, LLC (5242), Franchise Group Intermediate SL, LLC (2695), Franchise Group Newco SL, LLC (7697), and Educate, Inc. (5722). The Debtors' headquarters is located at 2371 Liberty Way, Virginia Beach, Virginia 23456.

4. *Final Fee Application of Ashby & Geddes, P.A., Delaware Special Counsel on Behalf of and at the Sole Direction of the Independent Director Michael J. Wartell, for Compensation for Professional Services Rendered and Reimbursement of Expenses Incurred During the Period from December 19, 2024 through and Including June 2, 2025 [D.I. 1747].*

(the “Fee Applications”), to be served via electronic mail upon the following persons pursuant to the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, ECF No. 353 (the “Interim Compensation Order”):

(i) counsel to the Debtors, (a) Kirkland & Ellis LLP, 601 Lexington Ave., New York, NY 10022, Attn: Joshua A Sussberg, Esq. ([joshua.sussberg@kirkland.com](mailto:joshua.sussberg@kirkland.com)), Nicole L. Greenblatt, Esq. ([Nicole.greenblatt@kirkland.com](mailto:Nicole.greenblatt@kirkland.com)), and Derek I. Hunter, Esq. ([derek.hunter@kirkland.com](mailto:derek.hunter@kirkland.com)), and (b) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, Attn: Edmon L. Morton, Esq. ([emorton@ycst.com](mailto:emorton@ycst.com)), Matthew B. Lunn, Esq. ([mlunn@ycst.com](mailto:mlunn@ycst.com)), and Allison S. Mielke, Esq. ([amielke@ycst.com](mailto:amielke@ycst.com)); (ii) counsel to the Official Committee of Unsecured Creditors, Pachulski Stang Ziehl & Jones LLP, (a) 919 North Market Street, 17th Floor, P.O. Box 8705, Wilmington, DE 19899, Attn: Bradford J. Sandler, Esq. ([bsandler@pszjlaw.com](mailto:bsandler@pszjlaw.com)) and Colin R. Robinson, Esq. ([crobinson@pszjlaw.com](mailto:crobinson@pszjlaw.com)), and (b) 780 Third Avenue, 34th Floor, New York, NY 10017, Attn: Robert J. Feinstein, Esq. ([rfeinstein@pszjlaw.com](mailto:rfeinstein@pszjlaw.com)), Shirley S. Cho, Esq. ([scho@pszjlaw.com](mailto:scho@pszjlaw.com)), and Theodore S. Heckel, Esq. ([theckel@pszjlaw.com](mailto:theckel@pszjlaw.com)); (iii) the Office of the United States Trustee, J. Caleb Boggs Building, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801, Attn: Timothy J. Fox, Esq. ([timothy.fox@usdoj.gov](mailto:timothy.fox@usdoj.gov)); (iv) counsel to the DIP Lenders and Ad Hoc Group of First Lien Lenders, (a) Paul Hastings LLP, 200 Park Avenue, New York, NY 10166, Attn: Jayme Goldstein, Esq. ([jaymegoldstein@paulhastings.com](mailto:jaymegoldstein@paulhastings.com)), Jeremy Evans, Esq. ([jeremyevans@paulhastings.com](mailto:jeremyevans@paulhastings.com)), and Isaac Sasson, Esq. ([isaacsasson@paulhastings.com](mailto:isaacsasson@paulhastings.com)), and (b) Landis Rath & Cobb LLP, 919 N. Market Street Suite 1800, Wilmington, DE 19317, Attn: Adam G. Landis, Esq. ([landis@lrclaw.com](mailto:landis@lrclaw.com)) and Matthew McGuire, Esq. ([mcguire@lrclaw.com](mailto:mcguire@lrclaw.com)); (v) counsel to the DIP Agent, (a) Seward & Kissel LLP, One Battery Park Plaza, New York, NY 10004, Attn: Gregg Bateman, Esq. ([bateman@sewakis.com](mailto:bateman@sewakis.com)), Sagar Patel, Esq. ([patel@sewakis.com](mailto:patel@sewakis.com)), and Michael Danenberg, Esq. ([danenberg@sewakis.com](mailto:danenberg@sewakis.com)); (vi) the Fee Examiner, Don F. Oliver, Direct Fee Review, LLC, 24A Trolley Square #1225, Wilmington, DE 19806 ([dfr.dfo@gmail.com](mailto:dfr.dfo@gmail.com) and [dfr.wjd@gmail.com](mailto:dfr.wjd@gmail.com)); (vii) counsel to the ABL Lenders, Latham & Watkins LLP, 1271 Avenue of the Americas, New York, NY 10020, Attn: Jennifer Ezring, Esq. ([Jennifer.Ezring@lw.com](mailto:Jennifer.Ezring@lw.com)), James Ktsanes, Esq. ([James.Ktsanes@lw.com](mailto:James.Ktsanes@lw.com)) and Andrew Sorkin, Esq. ([andrew.sorkin@lw.com](mailto:andrew.sorkin@lw.com)); and (viii) counsel to the Second Lien Term Loan Lenders, White & Case LLP, 200 S Biscayne Blvd, Miami, FL 33131, Attn: Thomas Lauria, Esq. ([tlauria@whitecase.com](mailto:tlauria@whitecase.com)), and 111 S. Wacker Dr., Suite 5100, Chicago, IL 60606, Attn: Bojan Guzina, Esq. ([bojan.guzina@whitecase.com](mailto:bojan.guzina@whitecase.com)).

Concurrently, I caused copies of the Notices of the Fee Applications to be served (i) via CM/ECF upon parties that have entered their appearance pursuant to Bankruptcy Rule 2002 and (ii) the parties on the attached service list via first class mail or electronic mail, where available.

Dated: July 22, 2025

/s/ Michael D. DeBaecke

Michael D. DeBaecke (Bar No. 3186)

In re: Franchise Group, Inc., et al.  
Core/2002 Service List  
Case No. 24-12480 (LSS)

DESCRIPTION	NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTALCODE	country	EMAIL
Counsel to Michael J. Wartell as the Independent Director and sole member of the Conflicts Committee of the Board of each of the Retaining Debtors	Akin Gump Strauss Hauer & Feld LLP	Attn: Marty L. Brimimage, Jr.	2300 N. Field Street	Suite 1800	Dallas	TX	75201		mbrimimage@akingump.com
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Counsel to Azalea Joint Venture, LLC, Brixmor Operating Partnership LP, Continental Realty Corporation, Federal Realty OP LP, FR Grossmont, LLC, Prime/FRT Mission Hills, LLC, and ShopOne Centers REIT, Inc.	Ballard Spahr LLP	Attn: Leslie C. Heilman, Laurel D. Roglen, Margaret A. Vesper	919 North Market Street	11th Floor	Wilmington	DE	19801		heilman@ballardspahr.com roglen@ballardspahr.com vesperm@ballardspahr.com
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In re: Franchise Group, Inc., et al.  
Core/2002 Service List  
Case No. 24-12480 (LSS)

DESCRIPTION	NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTALCODE	COUNTRY	EMAIL
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Counsel to Woodbolt Distribution, LLC, Glanbia Performance Nutrition, Inc., Sunwarrior Ventures LLC d/b/a Sunwarrior LLC and Sun Brothers, LLC	Cross & Simon, LLC	Attn: Christopher P. Simon	1105 North Market Street, Suite 901		Wilmington	DE	19801		csimon@crosslaw.com
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Debtors	Franchise Group, Inc.	Attn: President or General Counsel							
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IRS Insolvency Section	Internal Revenue Service	Centralized Insolvency Operation	P.O. Box 7346		Philadelphia	PA	19101-7346		
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Counsel to Ken Burton, Jr., Manatee County Tax Collector	Ken Burton, Jr., Manatee County Tax Collector	Attn: Michelle Leson, Paralegal, Collections Specialist, CFCA	1001 3rd Ave W, Suite 240		Brandenton	FL	34205-7863		legal@taxcollector.com
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Claims and Noticing Agent	Kroll Restructuring Administration LLC	Attn: Herb Baer, Christine Porter, Jessica Berman	1 World Trade Center	31st Floor	New York	NY	10007		serviceqa@ra.kroll.com
Counsel to Oxford Valley Road Associates, L.P.	Kurtzman Steady LLC	Attn: Jeffrey Kurtzman	101 N. Washington Avenue	Suite 4A	Margate	NJ	08402		kurtzman@kurtzmansteady.com
Counsel to the Ad Hoc Group of First Lien Lenders and DIP Lenders	Landis Rath & Cobb LLP	Attn: Adam G. Landis, Matt McGuire, Elizabeth Rogers	919 Market Street Suite 1800	P.O. Box 2087	Wilmington	DE	19801		landis@rlclaw.com mcguire@rlclaw.com erogers@rlclaw.com
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In re: Franchise Group, Inc., et al.  
Core/2002 Service List  
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